



Entered on Docket
September 23, 2011

A handwritten signature in black ink, appearing to read "R. B."

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR
Chapter 11

**Order Sustaining Third Omnibus
Objection Of USACM Trust To Proofs Of
Claim Based In Part Upon Investment In
Fiesta/USA Stoneridge Loan**

Hearing Date: August 30, 2011
Hearing Time: 10:30 a.m.

The Court having considered the "Third Omnibus Objection Of USACM Trust To Proofs Of Claim Based In Whole or In Part Upon Investment in Fiesta/USA Stoneridge Loan," ("Fiesta/USA Stoneridge Loan") [DE 8685] (the "Objection"); the Court having heard the Objection on August 30, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record

1 that the disallowance of the Claims listed on **Exhibit A** does not affect the direct lenders'
2 right to repayment by the borrower or from the collateral securing the Fiesta/USA
3 Stoneridge Loan; and good cause appearing:

4 **IT IS ORDERED** that:

- 5 1. The Objection [DE 8685] is sustained; and
6 2. The claims listed on **Exhibit A** attached are disallowed to the extent those
7 claims are based upon an investment in the Fiesta/USA Stoneridge Loan.

8

9 PREPARED AND RESPECTFULLY SUBMITTED BY:

10 **LEWIS AND ROCA LLP**

11 By /s/ John Hinderaker (AZ #018024)
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18 *Attorneys for USACM Liquidating Trust*

LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

This Court has waived the requirement set forth in LR 9021(b)(1).

XXX No party appeared at the hearing or filed an objection to the motion.

I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker. (AZ #018024)
Attorneys for USACM Liquidating Trust

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**USACM Trust
Fiesta Stoneridge
Multiple Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Fiesta USA/Stoneridge Loan
10725-01654	12/11/2006	Arnold, Ed IRA Through First Northern Bank	**Undeliverable Address** C/O Robert C Lepome 10120 S Eastern #200 Henderson, NV 89052	25,000.00	12,500.00
10725-01177	11/10/2006	Arthur E & Thelma Kebble Family Trust Dtd 5/19/95	C/O Arthur E & Thelma M Kebble Tees 9512 Salem Hills Ct Las Vegas, NV 89134-7883	327,563.97	39,054.45
10725-02148	1/12/2007	Bishofberger, Brooks	1727 Golden Horizon Dr Las Vegas, NV 89123-2433	54,458.35	25,000.00
10725-01407	11/13/2006	Cardwell Charitable Trust	C/O Michael J Dawson Esq 515 South Third St Las Vegas, NV 89101	1,549,493.61	50,000.00
10725-00098	8/15/2006	Carollo Jt Ten, Robert & Beverley	5607 Gateway Rd Las Vegas, NV 89120 And C/O Morse & Mowbray 300 South Fourth Street Suite 1400 Las Vegas, NV 89101	100,000.00	50,000.00
10725-01395	11/9/2006	Dutkin Trustee, John	C/O George D Frame Esq 601 Greenway Ste D Henderson, NV 89002	56,120.90	50,000.00
10725-01156	11/9/2006	Florence Bolatin Living Trust	C/O Florence Bolatin Tee #1 Jefferson Ferry Drive Apt 7171 So. Setauket, NY 11720	110,712.00	20,000.00
10725-01215	11/10/2006	George Gage Trust Dtd 10/8/99	10813 Brinkwood Avenue Las Vegas, NV 89134	12,951.80	Unknown
10725-00063	7/17/2006	Hedlund, Michael & Carol	Albright Stoddard Warnick & Albright 801 S Rancho Dr #D-4 Las Vegas, NV 89106	262,241.81	50,000.00
10725-01863	1/8/2007	Hubbard Trust Dated 7/29/1998	C/O George W Hubbard And Carol N Hubbard Trustees 6340 N Calle Tregua Serena Tucson, AZ 85750-0951	162,500.00	22,500.00

EXHIBIT A